

TRANSCRIPT OF GOVERNANCE COMMITTEE MEETINGS HELD ON JUNE 11, 2020

Linda Manley, Senior Vice President and Counsel to the Agencies, stated that she will now open the June 11, 2020 meeting of the Governance Committee of the New York State Housing Finance Agency, the State of New York Mortgage Agency, the Affordable Housing Corporation, the State of New York Municipal Bond Bank Agency and the Tobacco Settlement Financing Corporation and noted that because of the novel corona virus emergency in the State, and Federal bans on large meetings or gathering and pursuant to Governor Cuomo's executive order 220.1 issued on March 12, 2020, which order was extended on April 9, 2020 certain provision of the open meetings law have been suspended.

Ms. Manley also stated that the Board meeting would be held by conference call instead of as a public meeting open for the public to attend in person, and that a call-in number was made public for the public to listen to the proceedings.

Ms. Manley noted that because of these special features a change in voting procedures would be put in place for this meeting and she would be asking each Board member to record their votes individually.

Ms. Manley asked for a motion to call the meeting of the HFA and AHC Governance Committees to order. Chairman Adams made the motions and Mr. Curtis seconded. Mr. Olczak voted aye; Ms. Visnauskas voted aye. Ms. Manley noted the presence of a quorum for HFA and AHC.

Ms. Manley asked for a motion to call the meeting of the SONYMA Governance Committee to order. Chairman Adams made the motion and Mr. Kapell seconded. Mr. Ballan voted aye, Ms. Vullo voted aye; Ms. Visnauskas voted aye, Mr. Olczak voted aye; and Ms. Gonzalez voted aye. Ms. Manley noted the presence of a quorum for SONYMA.

Ms. Manley asked for a motion to call the meeting of the MBBA and TSFC Governance Committees to order. Chairman Adams made the motion and Mr. Olczak seconded the motion. Ms. Baldwin voted aye and Mr. SanFilippo voted aye. Ms. Manley noted the presence of a quorum for the MBBA and TSFC.

Ms. Manley noted that Chairman Adams is representing the Governance Committee Chairman for HFA, AHC, MBBA and TSFC; and Commissioner Visnauskas is representing as Chairperson for SONYMA and chair the Committee meeting for SONYMA.

Chairman Adams proceeded to present the first item as the approval of the minutes of the Governance Committee meetings held on January 30, 2020.

Chairman Adams noted that the next six items were consent items and there would be no discussion unless Governance Committee members requested.

Chairman Adams present the second item as the approval of an amendment to the CQ Roll, Inc. contract.

Ms. Manley moved for the adoption of:

A RESOLUTION OF THE GOVERNANCE COMMITTEE OF THE NEW YORK STATE HOUSING FINANCE AGENCY APPROVING THE CONTINUED RETENTION OF THE CONTRACT WITH CQ ROLL, INC. FOR FEDERAL LEGISLATIVE TRACKING SERVICES

For HFA Ms. Manley asked for a motion and second. Chairman Adams made the motions and Mr. Curtis seconded Mr. Olczak voted aye and Ms. Visnauskas voted aye. The motion was carried and the resolution adopted.

Chairman Adams presented the third item, an approval of Facilities, Telecommunications and Administrative Service Agreements.

Ms. Manley moved for the adoption of:

A RESOLUTION OF THE GOVERNANCE COMMITTEES OF THE NEW YORK STATE HOUSING FINANCE AGENCY, STATE OF NEW YORK MORTGAGE AGENCY AND NEW YORK STATE AFFORDABLE HOUSING CORPORATION AUTHORIZING CONTRACTUAL AGREEMENTS FOR FACILITY, TELECOMMUNICATION AND ADMINISTRATION SERVICES

For HFA and AHC, Ms. Manley asked for a motion and second. Chairman Adams made the motions and Mr. Curtis seconded Mr. Olczak voted aye and Ms. Visnauskas voted aye. The motion was carried and the resolution adopted.

For SONYMA, Ms. Manley asked for a motion and second. Chairman Adams made the motion and Ms. Visnauskas seconded. Mr. Olczak voted aye; Ms. Gonzalez voted aye; Ms. Vullo voted aye; Mr. Ballan voted aye; and Mr. Kapell voted aye. The motion was carried and the resolution adopted.

Chairman Adams presented the fourth item as the resolution approving information technology (IT) services contractual agreements.

Ms. Manley moved for the adoption of:

A RESOLUTION OF THE GOVERNANCE COMMITTEES OF THE NEW YORK STATE HOUSING FINANCE AGENCY AND STATE OF NEW YORK MORTGAGE AGENCY REVIEWING AND APPROVING INFORMATION TECHNOLOGY CONTRACTS WITH APPLICATION ORIENTED DESIGNS, INC., HOUSING DEVELOPMENT SOFTWARE, LLC AND REAL PAGE, INC. AND APPROVING EXPENDITURES UNDER PURCHASE ORDER CONTRACTS WITH DELL MARKETING, LP AND ZONES, INC.

For HFA Ms. Manley asked for a motion and second. Chairman Adams made the motions and Mr. Curtis seconded Mr. Olczak voted aye and Ms. Visnauskas voted aye. The motion was carried and the resolution adopted.

For SONYMA, Ms. Manley asked for a motion and second. Chairman Adams made the motion and Ms. Visnauskas seconded. Mr. Olczak voted aye; Ms. Gonzalez voted aye; Ms. Vullo voted aye; Mr. Ballan voted aye; and Mr. Kapell voted aye. The motion was carried and the resolution adopted.

Chairman Adams presented the fifth item as the resolution recommending the approval to extend the contract with Radian Guaranty for mortgage servicing and reinsurance services.

Ms. Manley moved for the adoption of:

A RESOLUTION OF THE GOVERNANCE COMMITTEE OF THE STATE OF NEW YORK MORTGAGE AGENCY FOR THE CONTINUED RETENTION OF THE CONTRACT WITH RADIAN GUARANTY, INC. FOR SINGLE FAMILY POOL REINSURANCE AND ADMINISTRATIVE SERVICES

For SONYMA, Ms. Manley asked for a motion and second. Chairman Adams made the motion and Ms. Visnauskas seconded. Mr. Olczak voted aye; Ms. Gonzalez voted aye; Ms. Vullo voted aye; Mr. Ballan voted aye; and Mr. Kapell voted aye. The motion was carried and the resolution adopted.

Chairman Adams presented the sixth item the approval of an actuarial services contract with Financial Integrity Resource Management LLC.

Ms. Manley moved for the adoption of:

A RESOLUTION OF THE GOVERNANCE COMMITTEES OF THE NEW YORK STATE HOUSING FINANCE AGENCY, STATE OF NEW YORK MORTGAGE AGENCY AND NEW YORK STATE AFFORDABLE HOUSING CORPORATION AUTHORIZING A CONTRACT WITH FINANCIAL INTEGRITY RESOURCE MANAGEMENT LLC FOR ACTUARIAL SERVICES

For HFA and AHC, Ms. Manley asked for a motion and second. Chairman Adams made the motions and Mr. Curtis seconded Mr. Olczak voted aye and Ms. Visnauskas voted aye. The motion was carried and the resolution adopted.

For SONYMA, Ms. Manley asked for a motion and second. Chairman Adams made the motion and Ms. Visnauskas seconded. Mr. Olczak voted aye; Ms. Gonzalez voted aye; Ms. Vullo voted aye; Mr. Ballan voted aye; and Mr. Kapell voted aye. The motion was carried and the resolution adopted.

Chairman Adams moved to item seven a resolution recommending the approval to the Conduent Mortgage Services contract for imaging services.

Ms. Manley moved for the adoption of:

A RESOLUTION OF THE GOVERNANCE COMMITTEE OF THE STATE OF NEW YORK MORTGAGE AGENCY APPROVING THE CONTINUED RETENTION OF THE CONTRACT WITH CONDUENT MORTGAGE SERVICES, INC. FOR DOCUMENT MANAGEMENT AND IMAGING SERVICES

For SONYMA, Ms. Manley asked for a motion and second. Chairman Adams made the motion and Ms. Visnauskas seconded. Mr. Olczak voted aye; Ms. Gonzalez voted aye; Ms. Vullo voted aye; Mr. Ballan voted aye; and Mr. Kapell voted aye. The motion was carried and the resolution adopted.

Chairman Adams asked Ms. Manley to adjourn the Governance Committee meeting.

Ms. Manley asked for motion and second to adjourn the Governance Committee meeting. Chairman Adams made the motion and Ms. Visnauskas seconded. Mr. Olczak, Mr. Curtis, Ms. Gonzalez, Ms. Vullo, Mr. Ballan, Mr. Kapell, Mr. SanFilippo and Ms. Baldwin each voted to adjourn. The motion was carried and the resolution adopted.

Ms. Manley informed about the next HFA, AHC, SONYMA, MBBA and TSFC Governance Committee meetings scheduled for Thursday, September 10, 2020.